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# Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

2011

	Internal R	Revenue Service	Note. The fou	indation ma	ay be able to use a copy of thi	s return to satisfy state re	porti	ng requirements	
	For cale	endar year 2011, or	tax year beginnin	g	, 2011	, and ending		1	
	John and Maurine Cox Foundation P.O. Box 2217					Α	Employer identification num	nber	
							_		
	Midla	and, TX 79702	2-2217				B		instructions)
-	Midla G Che H Cl	heck type of organization and, TX 79702  beck all that apply  Section 4947(a)(1)  If market value of all assignment II, column (c), In a columns (b), (c), sarily equal the a (see instructions)  1 Contributions, gift 2 Ck in the 3 Interest on sa cash investment 4 Dividends and in 5a Gross rents b Net rental income or (loss)  6a Net gain/(loss) from 6a Net gain net in 6a 7 Capital gain net in 6a	Initial return Final return Address char eation. X Sec ) nonexempt char eets at end of year ne 16) 6, 104. Revenue and ne total of amount and (d) may not amounts in column be foundn is not req to a avings and tempor ents terest from securities om sale of assets not o for all 12, 386 moome (from Part IV, Jur	tion 501 ritable tri J Acc (Part I, s In neces- n (a) (att sch) tt Sch B rary	counting method. X Cash Accrual Other (specify) Column (d) must be on cash basis.)  (a) Revenue and expenses per books  (b) Net investment income		income for charital purposes (cash basis of the company of the com		
MAY 2 1 2012	E C	9 Income modifine from a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit/(los 11 Other income	s) (att sch)	Y 1 (	2012 8 2012 8 N, UT				
		12 Total. Add lin	es 1 through 11		1,342,953.	842,95	53.		
CHREACE		*	officers, directors, trus	tees, etc	0.				
Z			alaries and wages						
Ž		15 Pension plans		efits	<u>.                                    </u>			-	
	A D M	16a Legal fees (attacl b Accounting fees (	•						
•	× - 3	c Other prof fees (a		St 1	145,693.	145,69	93.		
		17 Interest	,		18.	1	Ĺ8.		
	E T	18 Taxes (attach schedule	,	Stm 2	21,981.	6,76	57.		
	A A	19 Depreciation sch) and depl	(attach Ietion						
	N V G E	20 Occupancy 21 Travel, confe	rences, and meet	ings					
	A E N X D P	22 Printing and							
	A X P	23 Other expens	es (attach schedu						
	Ň		See Statem		91.		91.		
	E S	24 Total operation expenses. Ac	<mark>ng and administra</mark> Id lines 13 throug	a <b>uve</b> h 23.	167,783.	152,56	59.		
			fts, grants paid Par		688,352.				688,352.
		26 Total expens	es and disbursen	nents.	056 135	150.54	 		
		Add lines 24	and 25 26 from line 12:	<del></del>	856,135.	152,56	٠, در		688,352.
		a Excess of rev	enue over expen	ses	400.030	1			<b>‡</b>
		and disburse		•	486,818.	600.30			
			ncome (if negative, enter	-	<b></b>	690,38	54.		<b></b>
		i e walapisa usi inco	me in negative, enter	<b>U</b> )	t	1		1	F

David	er i	Attached schedules and amounts in the description column should be for end of year amounts only	Beginning of year	End-o	f-year
Par		Balance Sheets (See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing .			
	1	Savings and temporary cash investments	903,888.	759 <del>, 373.</del>	759 <del>, 373.</del>
		Accounts receivable 2,539.	2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2		
			3,104.	2,539.	2,539
		Less: allowance for doubtful accounts	3,104.	2,333.	2,339.
	4	Pledges receivable			<u> </u>
		Less: allowance for doubtful accounts			
	5	Grants receivable .			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons (attach schedule) (see instructions).			
٨	7	Other notes and loans receivable (attach sch).			
ŝ		Less. allowance for doubtful accounts			
A S E T	8	Inventories for sale or use			
Ę	9	Prepaid expenses and deferred charges			
Ś	10 a	Investments – U.S. and state government			
		obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) Statement 4	13,905,581.	14,537,479.	15,114,192.
	C	: Investments — corporate bonds (attach schedule) .			
	11	Investments - land, buildings, and			
		equipment. basis			
		Less: accumulated depreciation			
		(attach schedule)			
		Investments - mortgage loans .			
	1	Investments — other (attach schedule) .			
	14	Land, buildings, and equipment. basis ▶			
		Less: accumulated depreciation			
		(attach schedule)			
	15	Other assets (describe			
	16	<b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item I)	14,812,573.	15,299,391.	15,876,104.
	17	Accounts payable and accrued expenses.			
Ţ	18	Grants payable			
A B	19	Deferred revenue			
ĭ	1		·		
Ļ	20	Loans from officers, directors, trustees, & other disqualified persons			
÷	21	Mortgages and other notes payable (attach schedule)	-		
<u>1</u>	22	Other liabilities (describe			<del>{</del>
E S	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
		and complete lines 24 through 26 and lines 30 and 31.	1		
NF	24	Unrestricted			
N F E U	25	Temporarily restricted			[
T N D	26	Permanently restricted	-		
	20	Foundations that do not follow SFAS 117, check here			
A S B S A E L		and complete lines 27 through 31.	4		
ĔĹ					
TA	27	Capital stock, trust principal, or current funds			-
SN	28	Paid-in or capital surplus, or land, building, and equipment fund	14 010 570	15 000 201	
ΟE	29	Retained earnings, accumulated income, endowment, or other funds.	14,812,573.	15,299,391.	
RS	30	Total net assets or fund balances (see instructions)	14,812,573.	15,299,391.	
	31	Total liabilities and net assets/fund balances (see instructions)	14,812,573.	15,299,391.	
Par	111	Analysis of Changes in Net Assets or Fund Balan			E
		<u> </u>			<u> </u>
1	Total	net assets or fund balances at beginning of year — Part II, colu	mn (a), line 30 (must agi	ree with	14 912 572
_		of-year figure reported on prior year's return)		<del></del> -	14,812,573.
2		r amount from Part I, line 27a	•	2	486,818.
3 Other increases not included in line 2 (itemize)					15 000 001
4		lines 1, 2, and 3		. 4	15,299,391.
5		ases not included in line 2 (itemize)	<b>-</b> - <u>-</u>	5	<del>                                     </del>
6	Tota	I net assets or fund balances at end of year (line 4 minus line 5)	- Part II, column (b), Iir	ne 30 <b>6</b>	15,299,391.

Form 990 PF (2011) John and Maurine Cox Foundation

<del>-75-2536459--</del>

	2010	330,332.	14,210,100.		0.033120
	2009	599,954.	12,308,126.		0.048745
	2008		0.037204		
	2007	740,680.	15,814,082.		0.046837
	2006	473,400.	13,838,349.		0.034209
2	Total of line 1, column (d)			2	0.206121
3	Average distribution ratio for the number of years the foundation I	5-year base period – divide the tota has been in existence if less than 5	al on line 2 by 5, or by the years	3	0.041224
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5					15,992,141.
5	Multiply line 4 by line 3			5	659,260.
6	Enter 1% of net investment inco	me (1% of Part I, line 27b)		6	6,904.
7	Add lines 5 and 6			7	666,164.
8	Enter qualifying distributions from	m Part XII, line 4		8	688,352.

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Part VI instructions.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the

Form 990-PF (2011) John and Maurine Cox Foundation		-2536459		<u>—Р</u>	age 4=
Part VI Excise Tax Based on Investment Income (Section 4940(a),	4940(b), 4940(e), or 4948 — se	e instruction	s)		
1 a Exempt operating foundations described in section 4940(d)(2), check here	er 'N/A' on line 1.				
Date of ruling or determination letter (attach copy of letter if necess	sary – see instrs)				
b Domestic foundations that meet the section 4940(e) requirements in Part V,	<del></del>			6,-9	<u> 104.</u>
check here ► X and enter 1% of Part I, line 27b				36,232333303	*******
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part	I, line 12, column (b).				
2Tax_under_section_51.1_(domestic_section_4947(a)(1)_trusts_and_taxable					
foundations only. Others enter -0-)		2			0.
3 Add lines 1 and 2		3		6, 5	904.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundate	•	4			0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, en	nter -0-	5		6, 5	904.
6 Credits/Payments.	1 - 1 - 40 - 00				
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 10,000	느 [			
<b>b</b> Exempt foreign organizations — tax withheld at source	6b	→ [			
c Tax paid with application for extension of time to file (Form 8868)	6c	<b>⊣</b>			
d Backup withholding erroneously withheld	6d	<b>⊣</b>			
7 Total credits and payments. Add lines 6a through 6d		7		10,0	000.
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here if Form	n 2220 is attached	8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		▶ 9			<u>0.</u>
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		▶ 10		3,0	96.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax	Refunded Refunded	<b>►</b> 11			0.
Part VII-A Statements Regarding Activities					
1a During the tax year, did the foundation attempt to influence any national, state	or local legislation or did it			Yes	No
participate or intervene in any political campaign?	,		1a		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for po (see the instructions for definition)?	olitical purposes		1 b		_x_
If the answer is 'Yes' to <i>1a</i> or <i>1b</i> , attach a detailed description of the activities or distributed by the foundation in connection with the activities.	and copies of any materials p	ublished			
c Did the foundation file Form 1120-POL for this year? .			1 c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) impose	ed during the year.				
(1) On the foundation $\Rightarrow$ 0. (2) On foundation n		0	.] ]		
e Enter the reimbursement (if any) paid by the foundation during the year for pol	litical expenditure tax imposed	on			
foundation managers \$ 0.	and and the UDC2				v
2 Has the foundation engaged in any activities that have not previously been rep	orted to the IRS?		2		X
If 'Yes,' attach a detailed description of the activities.					
3 Has the foundation made any changes, not previously reported to the IRS, in i	ts governing instrument, article	es	.		v
of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a con			3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more did	uring the year?		4a 4b	NI NI	/A
<b>b</b> If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?	•	•	5	14	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?			3		<u> </u>
If 'Yes,' attach the statement required by General Instruction T.	) callefied oither				
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945)	) Satisfied either.				
<ul> <li>By language in the governing instrument, or</li> </ul>					
By state legislation that effectively amends the governing instrument so that  with the state law someon in the governing instrument?	no mandatory directions that	conflict	6	Х	1
with the state law remain in the governing instrument?  7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part	t II column (c) and Part YV		7	X	<del> </del>
8a Enter the states to which the foundation reports or with which it is registered (		•			<del>                                     </del>
TX					
<b>b</b> If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney 0 (or designate) of each state as required by <i>General Instruction G? If 'No,' attach explanation</i>	General		8b	Х	
9 Is the foundation claiming status as a private operating foundation within the n	neaning of section 4942(j)(3) o	r 4942(j)(5)			
for calendar year 2011 or the taxable year beginning in 2011 (see instructions	for Part XIV)? If 'Yes,' comple	ete Part XIV	_9		<del>  X</del> _
10 Did any persons become substantial contributors during the tax year? If 'Yes,' and addresses.	attach a schedule listing their See Stateme	names nt 6	10	Х	
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Form 990-PF (2011) John and Maurine Cox Foundation 75-253645	9	P	age- <b>5</b> -
Part VII-A Statements Regarding Activities (continued)			
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		_X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	-
Website address ► N/A		<b>_</b>	
14 The books are in care of ► Kelly Cox Telephone no. ► 432-6	82-9	<u>435</u>	
Located at ► 400 West Wall Midland TX ZIP + 4 ► 79701		<b>_</b>	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	N/A		
and enter the amount of tax-exempt interest received or accrued during the year			N/A
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			
Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required	<u></u>		
File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		Yes	No
1a During the year did the foundation (either directly or indirectly).			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? $X$ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes X No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes X No			
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)  Yes X No			
<b>b</b> If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1ь	N	/A
Organizations relying on a current notice regarding disaster assistance check here.			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		Х
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).	-		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? . Yes X No			
If 'Yes,' list the years > 20_ , 20_ , 20			
b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.)	2b	N	/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
► 20, 20, 20			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes X No			
<b>b</b> If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b	N	/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		x
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		х
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-Form-990-PF-(201-1) John-and-Maurine-		4300 M D D	15-25.		Page 6
Part VII-B   Statements-Regarding-Activit		n 4/20 May Be Red	<u> uired=(continued)</u>		
5a During the year did the foundation pay or incu (1) Carry on propaganda, or otherwise attempt		(section 4945(e))?	☐ Yes X	No	
, , , , , , , , , , , , , , , , , , , ,					1, -
(2) Influence the outcome of any specific pub on, directly or indirectly, any voter registra	ition drive?	4955); or to carry .	Yes X	No ×	
(3) Provide a grant to an individual for travel,	study, or other similar p	ourposes? .	Yes X	No	
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section	nan_a_char <u>itable,_etc,_orc</u> 4940(d)(2)? (see instruc	ganization_described ctions)	Yes X	No	
(5) Provide for any purpose other than religio educational purposes, or for the prevention	us, charitable, scientific, n of cruelty to children o	, literary, or or animals?	Yes X	]No	
b If any answer is 'Yes' to 5a(1)-(5), did any of to described in Regulations section 53 4945 or in (see instructions)?	he transactions fail to q a current notice regard	ualify under the exception ing disaster assistance	ons	51	N/A
Organizations relying on a current notice rega	rding disaster assistance	e check here	▶ [	]	
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respons	sibility for the grant?	·	N/A Yes	] No	
If 'Yes,' attach the statement required by Reg		• •			
6a Did the foundation, during the year, receive an on a personal benefit contract?				]No	X
<b>b</b> Did the foundation, during the year, pay prem If 'Yes' to 6b, file Form 8870.	iums, directly or indirect	ly, on a personal benefi	t contract?	61	1
7a At any time during the tax year, was the found	dation a party to a prohil	bited tax shelter transac	tion? Yes X	No	
<b>b</b> If 'Yes,' did the foundation receive any procee				N/A 71	<u> </u>
Part VIII Information About Officers, I	Directors, Trustees	, Foundation Mana	gers, Highly Paid	Employe	ees,
and Contractors				_	
1 List all officers, directors, trustees, foundation	T	T	(d) Contributions to	(a) Eypon	nse account,
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred compensation		llowances
Kelly Cox	Trustee	0.	0.		0.
P.O. Box 2217 Midland, TX 79702-2217	0				
Maurine T. Cox P.O. Box 2217	Trustee 0	0.	0.		0.
Midland, TX 79702-2217					
	-				
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	
2 Compensation of five highest-paid employee					
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation		nse account, illowances
None					
				<del> </del>	<u> </u>
				<u> </u>	
	1				
	<u> </u>	<u> </u>			
Total number of other employees paid over \$50,000	<u>.</u>			<u> </u>	0

Part IX-B    Summary of Direct Charitable Activities	Form 990 PF (2011) John and Maurine Cox Foundation		459———Page-7
(a) None (c) Compensation  None (c) Type of service (c) Compensation  None (c) Compensation  Total number of others receiving over \$50,000 for professional services   Total number of others receiving over \$50,000 for professional services   Part IXA Summary of Direct Charitable Activities  List the foundation's four larget direct charitable activities  List the foundation's four larget direct charitable activities  1 N/A   2   1 N/A   Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  1 N/A   2   All other program-related investments. See instructions.  3   Total Add lines 1 through 3   ▶ 0.	and Contractors (continued)	gers, Hignly Paid E	mpioyees <del>,</del>
(g) Name and address of each person paid more than \$50,000 (b) Typer of service (c) Compensation  None  Total number of others receiving over \$50,000 for professional services. ▶ 0  Part IXA Summary of Direct Charitable Activities  List the foundator's four largest direct charitable activities  List the foundator's four largest direct charitable activities  1 N/A  2  3 3 4  4	3 Five highest-paid independent contractors for professional services (see instructions). If none	e, enter 'NONE.'	
Total number of others receiving over \$50,000 for professional services   Part IXA Summary of Direct Charitable Activities  List this fondation's four largest direct charitable activities during the targest include relevant statistical information such as the number of agranations and other beneficiaries served, conferences convexed, research papers produced, etc.  1 N/A  2  3  4  Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  1 N/A  2  All other program-related investments. See instructions.  3  Total Add lines 1 through 3	(a) Name and address of each person paid more than \$50,000 (b) Typ		(c) Compensation
Part IX-B   Summary of Direct Charitable Activities	None		
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities			
Part IX-B   Summary of Direct Charitable Activities	·		
Part IX-B   Summary of Direct Charitable Activities	Total number of others receiving over \$50,000 for professional services	<b>&gt;</b>	0
List the foundation's four largest direct charitable activities during the tax year include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.  1		<u> </u>	<u> </u>
Total. Add lines 1 through 3  2	- Summary of Direct Charitable Activities		
2  3  4  Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  1  N/A  2  All other program-related investments. See instructions.  3  Total. Add lines 1 through 3	List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as organizations and other beneficiaries served, conferences convened, research papers produced, etc.	the number of	Expenses
Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  N/A  2  All other program-related investments. See instructions.  3  Total, Add lines 1 through 3	1 N/A		
Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  N/A  2  All other program-related investments. See instructions.  3  Total, Add lines 1 through 3			
Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  N/A  2  All other program-related investments. See instructions.  3  Total, Add lines 1 through 3			
Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  1	<sup>2</sup>		
Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  1			
Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  1	3		
Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  1			
Part IX-B Summary of Program-Related Investments (see instructions)  Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount  1			
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount    N/A	<b>4</b>		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount    N/A			
1 N/A 2	Part IX-B Summary of Program-Related Investments (see instructions)		
1 N/A 2	Describe the two largest program-related investments made by the foundation during the tax year of	on lines 1 and 2.	Amount
N/A  All other program-related investments. See instructions.  Total. Add lines 1 through 3  O.	1		
All other program-related investments. See instructions.  3  Total. Add lines 1 through 3  0.			
All other program-related investments. See instructions.  3  Total. Add lines 1 through 3  0.			
Total. Add lines 1 through 3  ▶ 0.	2		
Total. Add lines 1 through 3  ▶ 0.			
Total. Add lines 1 through 3  ▶ 0.	All other program-related investments. See instructions.	+	<del></del>
Total. Add lines 1 through 3   Do 0.		<b>-</b>	
	Tabel Add Ingo 1 through 2	<b>.</b>	
	<del></del>		

		6459 Page 8
Part X Minimum Investment Return (All domestic foundations must complete this part: see instructions.)	Foreig	n <sup>-</sup> foundations <del>,</del>
1_Fair market_value of assets not used (or held for use) directly in carrying out charitable, etc, purposes a Average monthly fair market value of securities	1a	15,439,470.
<b>b</b> Average of monthly cash balances	1Ь	796,206.
c Fair market value of all other assets (see instructions)	1c	
d_Total_(add_lines_1a,_b,_and_c)	1 d	<u>16,235,676.</u>
e Reduction claimed for blockage or other factors reported on lines 1a and 1c	1	
(attach detailed explanation)		
2 Acquisition indebtedness applicable to line 1 assets .	2	0.
3 Subtract line 2 from line 1d	3	16,235,676.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	243,535.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,992,141.
6 Minimum investment return. Enter 5% of line 5.	6	799,607.
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private op	erating	foundations
and certain foreign organizations check here ▶ and do not complete this part.	)	
1 Minimum investment return from Part X, line 6	1	799,607.
2a Tax on investment income for 2011 from Part VI, line 5		
b Income tax for 2011. (This does not include the tax from Part VI.)		
c Add lines 2a and 2b	2c	6,904.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	792,703.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	792,703.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	792,703.
Part XII Qualifying Distributions (see instructions)	<del> </del>	
1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes. a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	688,352.
<b>b</b> Program-related investments — total from Part IX-B	1Ь	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	688,352.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	6,904.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	681,448.
<b>Note.</b> The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether qualifies for the section 4940(e) reduction of tax in those years.	er the fou	undation

BAA

Form **990-PF** (2011)

## Part XIII Undistributed Income (see instructions)

1 Distributable amount for 2011 from Part XI, 2. Indistributed income, J. lany, 3.6 (the end of 2011).  a Enter amount for 2010 only b 1otal far prior years 20		(a) ————————————————————————————————————	<b>(b)</b> —Years⊧prior to-2010—	<b>(c)</b> 2010	<b>(d)</b> 201.1
2. Indicatableid accomp.   Amy, as of the and of 2011.				***************************************	792,703.
a Enter amount for 2010 only bited for proyears 20  20  20  30  50  50  50  50  50  50  50  50  5	2Undistributed_income,_if_any,_as_of_the_end_of_2011.				
b Total for pror years 20 20 30		~~ ~~ <i>,</i> ~	***************************************	687,356.	
3. Excess distributions carryover, if any, to 2011: a From 2006. b From 2007 c From 2009 d			0.		
b From 2009 c From 2009 d From 2009 e From 2009 e From 2009 e From 2009 e From 2009 c From 2009 d From 2009 e From 2009 e From 2009 e From 2009 d Suddifying distributions for 2011 from Part A Qualifying distributions for 2011 from Part XII, line 4. P. \$ 688, 352. a Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2010 to distributed income of prior years (Election required — see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus Exess distributions carryier applied to 2011 (If an amount appears in column (a), the same amount must be shrown in column (a))  6 Enter the net total of each column as indicated below: a Cupus Not line 31, 4c, and 4e. Subtract line 5 b Pror years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed ed income for which a notice of deficiency has been issued, or on which the section 4942(a) but has been previously assessed d Subtract line 6c from line 6b. Taxable amount — see instructions  e Indistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by the properties of the fice in the corpus to satisfy requirements imposed by see instructions)  9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess from 2007 b Excess from 2009 c Excess from 2009	<u> </u>				
c From 2009 d From 2009 d From 2009 1 Total of lines 3a through e  4 Qualifying distributions for 2011 from Part XII, line 4. ▶ \$ 688, 352. a Applied to 2010, but not more than line 2a b Applied to undistributed income of prior years (Election required — see instructions) c Treated as distributions out of corpus C Election required — see instructions) d Applied to 2011 distributed and to corpus 5 Exess distributions carryover from 2006 not spring amount distributed out of corpus 5 Excess find lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income of prior years (included below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b. Frior years' undistributed income. Subtract line 4b from line 2b. C Enter the amount of prior years' undistribution 494(2a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount — see instructions 1 Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be 791, 707. Amounts treated as distributions out of corpus of the prior years' undistribution of the of the prior years' undistr	a From 2006 .				
d From 2009 e From 2010 f Total of lines 3a through e 4 Qualifying distributions for 2011 from Part XII, line 4, In S. 688, 352. a Applied to 2010, but not more than line 2a 5 Applied to 2010, but not more than line 2a 5 Applied to 2010, but not more than line 2a 687, 356.  2 Treated as distributions out of corpus (Election required — see instructions) 0. (Treated as distributions out of corpus (Election required — see instructions) 0 Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Exiss distributions carpying applied to 201 (If an amount appears in column (a)) 6 Exter the nat total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the national of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(b) lat has been previously assessed d Subtract line 6c from line 6b. Taxable amount — see instructions el Indistributed income for 2010. Subtract lines 4 do and 5 from line 1. This amount must be distributed income for 2010. Subtract lines 4 dark from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed generative than 1. This amount must be distributed in 2012 7 Amounts treated as distributions carryover from 2006 not applied on line 5 or line? (See instructions) 9 Excess distributions carryover from 2006 not applied on line 5 or line? (See enstructions) 0. a Excess from 2009 d Excess from 2009	<b>b</b> From 2007				
e From 2010  f Total of lines 3a through e  Qualitying distributions for 2011 from Part XII, line 4. ► \$ 688, 352. A popiled to 2010, but not more than line 2a  b Applied to undistributed income of prory years (Election required — see instructions) C Treated as distributions out of corpus (Election required — see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 bxess distributions carryeer applied to 2011 (if an amount appears in column (a)) the Same amount must be shown in column (a))  6 Enter the net total of each column as indicated below: a Corpus Add line 31, 46, and 4e. Subtract line 5 b Prory years' undistributed income. Subtract line 4b from line 2b  C Enter the amount of prory eyears' undistribute, ed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable and of from line 1. This amount must be distributed income for 2010. Subtract lines 4d and 6 from line 1. This amount must be distributed in 2012 A mount is treated as distributions out of copus to satisfy requirements imposed by section 1700(f)(10° pro 4942(g))(3) (see instructions)  791,707. Amounts treated as distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess from 2008 c Excess from 2009 d Excess from 2009	<b>c</b> From 2008				
f Total of lines 3a through e  4 Qualifying distributions for 2011 from Part XII, line 4, P \$ 688,352_ a Applied to 2010, but not more than line 2a  b Applied to 2010, but not more than line 2a  c Treated as distributions out of corpus (Election required — see instructions)  d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Exess distributions carryover applied to 2011 (If an amount appears in column (a), the same amount must be shown in column (a))  Enter the net total of each column as indicated below: a Corpus Add line 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income. Subtract line 4 from line 2 from line 1. This amount — see instructions  d Subtract line 6c from line 6b. Taxable amount — see instructions  I Undistributed income for 2011. Subtract lines dad and 5 from line 1. This amount has be distribution acryover from 2006 not applied in 2012  7 Amounts treated as distributions out of corpus to safely requirements imposed by section 170(6)(1(F) or 494(2(g))3 (given instructions)  Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  Excess from 2008  Excess from 2009  d Excess from 2009	<b>d</b> From 2009				
4 Qualifying distributions for 2011 from Part XII., line 4. P\$ 688, 352. Applied to 2010, but not more than line 2a 687, 356.  5 Applied to 2010, but not more than line 2a 687, 356.  6 Applied to sundistributed income of prior years (Election required – see instructions) 0.  6 Critated as distributions out of corpus (Election required – see instructions) 0.  6 Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5.  5 Exess distributions carryove applied to 2011 (if an amount appears in column (d), the same amount must be shown in column (e)) 1.  6 Enter the net total of each column as indicated below:  a Carpus Add lines 3f, 4c, and 4e. Subtract line 5.  b Prior years' undistributed income. Subtract line 4b from line 2b.  c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) 14 has been previously assessed 0.  d Subtract line 6c from line 6b. Taxable amount – see instructions.  e Undistributed income for 2010. Subtract lines 4a from line 2a. Taxable amount — see instructions and 5 from line 1. This amount must be distributed in 2012.  791, 707.  Amounts treated as distributions out of corpus to safisfy requirements imposed by section 17(06)(1)(7) or 4942(a)(3) (9) (9) or 4942(a)(3) (9) (9) (9) or 4942(a)(3) (9) (9) (9) or 4942(a)(3) (9) (9) (9) (9) or 4942(a)(3) (9) (9) (9) (9) (9) (9) (9) (9) (9) (9	e From 2010				
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b Applied to undistributed income of prior years (Election required—see instructions)  c Treated as distributions out of corpus (Election required—see instructions)  d Applied to 2011 distributable amount  e Remaining amount distributed out of corpus  5 Exess distributions carryover applied to 2011 (if an amount appease in column (i), the same amount must be shown in column (ii), the same amount must be shown in column (ii).  b Prior years' undistributed income. Subtract line 4b from line 2b  c Enter the net total of each column as indicated below:  c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount — see instructions  e Indistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  0 Analysis of line 9.  a Excess from 2009.  d Excess from 2009.	XII, line 4. ► \$ 688,352.				
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ed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount — see instructions  e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012  Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  D.  Excess from 2007.  b Excess from 2008 c Excess from 2009 d Excess from 2010					
d Subtract line 6c from line 6b. Taxable amount — see instructions  e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9. a Excess from 2007. b Excess from 2008 c Excess from 2009 d Excess from 2010	ed income for which a notice of deficiency				
d Subtract line 6c from line 6b. Taxable amount — see instructions  e Undistributed income for 2010. Subtract line 4 from line 2a. Taxable amount — see instructions  f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9. a Excess from 2007. b Excess from 2008 c Excess from 2009 d Excess from 2010	has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
amount — see instructions  e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount — see instructions  1 Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9. a Excess from 2007. b Excess from 2008 c Excess from 2009 d Excess from 2010					
line 2a. Taxable amount — see instructions  1 Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9.  a Excess from 2007. b Excess from 2008 c Excess from 2009 d Excess from 2010			0.		
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012  791,707.  Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  Analysis of line 9.  Excess from 2007.  Excess from 2008  C Excess from 2009  d Excess from 2010				n	
4d and 5 from line 1. This amount must be distributed in 2012  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9.  a Excess from 2007. b Excess from 2008 c Excess from 2009 d Excess from 2010	inie Za. Taxable amount — see instructions			0.	<u> </u>
distributed in 2012  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9.  a Excess from 2007. b Excess from 2008 c Excess from 2009 d Excess from 2010	f Undistributed income for 2011. Subtract lines				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9. a Excess from 2007. b Excess from 2008 c Excess from 2009 d Excess from 2010					791 707
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9. a Excess from 2007. b Excess from 2008 c Excess from 2009 d Excess from 2010			<del> </del>		1327707.
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9.  a Excess from 2007. b Excess from 2008 c Excess from 2009. d Excess from 2010	cornus to satisfy requirements imposed				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9.  a Excess from 2007. b Excess from 2008 c Excess from 2009. d Excess from 2010	by section 170(b)(1)(F) or 4942(g)(3)	l n			
applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  0.  10 Analysis of line 9. a Excess from 2007. b Excess from 2008 c Excess from 2009. d Excess from 2010		<u> </u>			
Subtract lines 7 and 8 from line 6a	8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
a Excess from 2007.  b Excess from 2008  c Excess from 2010	9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
b Excess from 2008 c Excess from 2009 . d Excess from 2010	10 Analysis of line 9.				
c Excess from 2009 . d Excess from 2010	a Excess from 2007.				<b>‡</b>
d Excess from 2010	<b>b</b> Excess from 2008				<b></b>
· · · · · · · · · · · · · · · · · · ·	c Excess from 2009 .				Ĭ.
e Excess from 2011	d Excess from 2010				<b>‡</b>
	e Excess from 2011			<u> </u>	<b></b>

=Form= <b>990-PF</b> =(2011)—John—and=Maurine=   Part XIV			t-VII-A-guestion	<del>7</del> -5-2-536459 1-9)	)Page-10 N:/-A			
1a If the foundation has received a ruling or do is effective for 2011, enter the date of the r	etermination letter ti							
b_Check_box_to_indicate_whether_the_foundation_is_a_private_operating_foundation_described_in_section4942(j)(3)_or4942(j)(5)								
—2a₃Enter₌the₌lesser₌of₌the₌adjusted₌net	Tax-year		Prior_3_years					
income from Part I or the minimum investment return from Part X for each year listed	<b>(a)</b> 2011	_ <b>(b)</b> 2010 _	. <b>(c)</b> 2009 .	<b>(d)</b> 2008	(e) Total			
<b>b</b> 85%-of-line-2a								
<ul> <li>Qualifying distributions from Part XII, line 4 for each year listed</li> </ul>								
d Amounts included in line 2c not used directly for active conduct of exempt activities								
<ul> <li>Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c</li> </ul>					_			
3 Complete 3a, b, or c for the alternative test relied upon.								
a 'Assets' alternative test — enter.								
(1) Value of all assets.								
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)  b 'Endowment' alternative test context 2/2 of					·			
<b>b</b> 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed								
c 'Support' alternative test - enter.								
<ol> <li>Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)</li> </ol>								
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					<u></u>			
(3) Largest amount of support from an exempt organization								
(4) Gross investment income	(Camaniata thia	mant amberit	 	ad \$5,000 ar wa				
Part XV   Supplementary Information assets at any time during the			e organization n	ad \$5,000 or mo	ore in			
Information Regarding Foundation Manage     a List any managers of the foundation who had close of any tax year (but only if they have None      b List any managers of the foundation who of	ave contributed more to contributed more to the contributed more to the contributed more of the contributed more of the contributed more to contributed more to contribute more co	the stock of a corp	oration (or an equal					
a partnership or other entity) of which the finance	oundation has a 10	% or greater intere	st.					
2 Information Regarding Contribution, Grant Check here ► X if the foundation only makes requests for funds. If the foundation makes complete items 2a, b, c, and d.	akes contributions	to preselected cha	ritable organizations					
a The name, address, and telephone numbe	r of the person to w	thom applications s	hould be addressed	•				
<b>b</b> The form in which applications should be submitted and information and materials they should include.								
c Any submission deadlines:								
d Any restrictions or limitations on awards, s	uch as by geograph	nical areas, charita	ble fields, kinds of in	stitutions, or other f	actors.			

<u></u>	x-Foundation-	-	7 <u></u> 7- <u>5</u> 253	6459——Page-11
Part XV Supplementary-Information-(ed	ntinued <del>)                                    </del>			
3 Grants and Contributions Paid During the Yea	r or Approved for Futu	re Payment	T	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation	Purpose of grant or	
	any foundation manager or	=status=of= _recipient_	Purpose of grant or contribution	Amount
Name and address (home or business)	==substantial=contributor==	= rootbio.v=		
See Statement 7				
See Statement /				
			1	
Total			<b>► 3</b> a	688,352.
<b>b</b> Approved for future payment	+			
	,			
			1	
			<u> </u>	
Total	_		<u></u> ► 3b	

Page 12

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated	business income	Excluded by s	section 512, 513, or 514	(e)	
	(a) Business	<b>(b)</b> Amount	(c) Exclu-	<b>(d)</b> Amount	Related or exempt function income	
1 D	code		= - sion		(See instructions)	
1_Program_service_revenue:			= = code = = =			
_ a	<del>   </del>		+			
b						
		- <u>-</u>			<del> </del>	
d			+ +			
e		- <del></del>	<del>  </del>	+		
g Fees and contracts from government agencies.			<del> </del>	•		
2 Membership dues and assessments		<del></del>	<del>                    -       -  </del>			
3 Interest on savings and temporary cash investments			14	232.		
Dividends and interest from securities			14	383,894.		
		······	+ - +	303,034.		
			<del></del>	·		
a Debt-financed property	<del>                                     </del>		+ + -		<del> </del>	
b Not debt-financed property			+		<u></u> _	
Net rental income or (loss) from personal property	<del>                                     </del>					
7 Other investment income					458,827.	
8 Gain or (loss) from sales of assets other than inventory			+ + +		430,027.	
9 Net income or (loss) from special events			<del> </del>			
10 Gross profit or (loss) from sales of inventory	-	<del></del>			<del></del>	
11 Other revenue:			<del></del>	***************************************		
a			+			
b			<del>                                     </del>			
c			+		<u> </u>	
d	<del></del>	<del></del>	+ +			
e		***	+	204 126	450 027	
12 Subtotal. Add columns (b), (d), and (e)	L	·	<u> </u>	384,126.	458,827.	
13 Total. Add line 12, columns (b), (d), and (e)				13	842,953.	
(See worksheet in line 13 instructions to verify calculation	ons )					
Part XVI-B Relationship of Activities to the	ne Accomplis	hment of Exem	pt Purpose	S		
Line No. Explain below how each activity for which is accomplishment of the foundation's exemp	ncome is reporte	d in column (e) of Pa	art XVI-A conti	ributed importantly to	the	
▼ accomplishment of the foundation's exemp	t purposes (other	than by providing fu	ınds for such p	ourposes) (See instr	uctions.)	
N/A				<u></u>		
		<u>.</u> .			<u> </u>	
					<del>-</del>	
	<u>-</u>					
		-				
	•		_			
					·	
	•					
		· · · · · · · · · · · · · · · · · · ·		<del> </del>		
		<del>-</del>				
				-		
			<u></u>			
	<del></del>					

#### Schedule B (Form 990, 990-EZ, or 990-PF)

### Schedule of Contributors

► Attach to Form 990. Form 990-EZ, or Form 990-PF

2011

OMB No=1545 0047-

Department of the Treasury Internal Revenue Service Name of the organization Employer identification number John and Maurine Cox Foundation 75-2536459 Organization type (check one). Filers of: Section: Form 990 or 990-EZ 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization Form 990-PF X 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions. **General Rule** X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.) **Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it must answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of org	anization	yer identification number					
John a	and Maurine Cox Foundation	2536459					
Part I	art [ Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.						
(a) Number	Name, address, and ZIP + 4	(c)	Type of contribution				
	-	contributions					
_1	Maurine T. Cox		Person X				
	P.O. Box 2217	\$500 <u>,</u> 000	Payroll Noncash				
	Midland, TX 79702		(Complete Part II if there is a noncash contribution.)				
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution				
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)				
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution				
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)				
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution				
		  \$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)				
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution				
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)				
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution				
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)				

•	
Schedule_B_(Eorm_990,=990-EZ,=or=990-PE)=(2011)———————————————————————————————————	-1 to -1 of Part II-
Name of organization	Employer-identification number
John and Maurine Cox Foundation	75-2536459
Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed	

Part II	Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.					
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
	N/A					
		\$				
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
		- - - - -				
		<b>∀</b>				
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
		\$				
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
		_  \$				
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
		_  \$				
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
		\$				
RAA	201	  edule <b>B</b> (Form 990, 990-F	7 or 990-PE) (2011)			

Name of organ	nization nd Maurine Cox Foundation		·	Employer identification number 75-2536459				
	For organizations completing Part III, enter	otal of <i>exclusively</i> religious, cha	ritable, etc.					
	=contributions=of= <b>\$1;000:or-less</b> =for-the=year <i>=</i> ( Use duplicate copies of Part III if additional :	Enter this information once. See	e instructions	\$ N/A				
(a)	Ose duplicate copies of Part III II additionals	(c)		(d)				
No. from	, ,	————Use of gift		Description of how gift is held				
Part I								
	N/A							
		(e)						
	Transferee's name, addres	Transfer of gift s. and ZIP + 4	Relationship of transferor to transferee					
(a)	(b)	(c)		(d)				
No. from	Purpose of gift	Use of gift		Description of how gift is held				
Part I			_					
		4-5						
	(e) Transfer of gift							
	Transferee's name, addres		Rela	ationship of transferor to transferee				
(a)	(b)	(c)		(d)				
No. from	Purpose of gift	Purpose of gift Use of gift		Description of how gift is held				
1 4111		<del></del>						
		(e)						
		Transfer of gift						
	Transferee's name, addres	s, and ZIP + 4	Rela	ationship of transferor to transferee				
		· · · · · · · · · · · · · · · · · · ·						
(a)	(b)	(c)		(d)				
No. from Part I	Purpose of gift	Use of gift		Description of how gift is held				
(a) No. from Part I  (a) No. from Part I								
		(e)						
		Transfer of gift		Alianahin adaman dan sarah tara				
	Transferee's name, address, and ZIP + 4			ationship of transferor to transferee				
			_					

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

\_\_1\_\_of\_Part |||\_

2011	Federal-Statements	Page 1
Client 1000	John and Maurine Cox Foundation	75-2536459
5/08/12		11. <u>11A</u> M
Statement 1 Form 990-PF, Part I, Line 16c Other-Professional-Fees	-	-
Agency Fees Management Fees	(a) (b) Net (c) Expenses per Books Investment Income Set Income Se	(d) Charitable Purposes  \$ 0.
Statement 2 Form 990-PF, Part I, Line 18 Taxes		
Federal Income Tax Foreign Taxes Paid	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income  \$ 15,214.	(d) Charitable Purposes  \$ 0.
Statement 3 Form 990-PF, Part I, Line 23 Other Expenses		
Bank Charges Office Supplies	(a)       (b)       Net       (c)         Expenses per Books       Investment Income       Adjusted Net Income         \$ 30.       \$ 30.         61.       61.         Total       \$ 91.	(d) Charitable Purposes  \$ 0.
Statement 4 Form 990-PF, Part II, Line 10b Investments - Corporate Stocks		
Corporate Stocks	Valuation Book <u>Method</u> Value	Fair Market Value
JP Morgan Lg Cap Growth Capital Management Associat WCM Segall /Anchor Capital Metro West Investment Wentworth Intl Allegience Capital Tradewind Wentworth 35984 UBS Financial Services	Cost \$ 322,350. \$  Cost 1,773,127.  Cost 550,272.  Cost 1,018,079.  Cost 293,909.  Cost 293,909.  Cost 3,528,343.  Cost 539,320.  Cost 544,312.  Cost 4,296,313.  Total \$ 14,537,479. \$	277,246. 2,153,005. 597,495. 1,009,510. 1,883,052. 463,729. 3,528,137. 458,911. 586,058. 4,157,049. 3,5114,192.

Federal-Statements-2011

Page 2

Client 1000

John and Maurine Cox Foundation

75-2536459

5/08/12

11:11AM

Statement 5
Form 990-PF, Part IV, Line 1
\_Capital\_Gains\_and\_Losses\_for=Tax-on-Investment-Income=

<u> Item</u>		(a) Do	scription		(b) Acqui		) Date	(d) Date Sold
	Allegiance		SCT I D C TOIL	_ <del>_</del>			Various _	Various
1 2 3 4 5 6 7 8	Allegiance Capital Allegiance Capital				Purchased Var Purchased Var		Various	
3	Anchor Capi							Various
1	Anchor Capi					Purchased Various Purchased Various		Various
5	Anchor Capi		al Cain Die	stribution				Various
5	Wedgewood		al Gain Dis	SCLIDUCION	Purchased		Various Various	Various
7	Wedgewood				Purch		Various	Various
0	Metropolita				Purch		Various	Various
9	Metropolita				Purch		Various	Various
10	NWO Int'l V				Purch		Various	Various
11	NWO Intl Va				Purch		Various	Various
12	WCM Manager				Purch		Various	Various
13	WCM Manager	nent			Purch		Various	Various
14	Wentworht				Purch		Various	Various
15	Wentworht				Purch		Various	Various
16		Intl			Purch		Various	Various
17	WCM Capital		tribution		Purch		Various	Various
Ι,	MCM Capital	dain bis	CIIDUCION		rarch	abca	Various	Vallous
	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(1)
	Gross	Deprec.	Cost	Gain	FMV	Adj. Bas.	Excess	Gain
<u> Item</u>	Sales	${\tt Allowed}_{\_}$	Basis	(Loss)	12/31/69	12/31/69	<u>(i)-(j)</u>	(Loss)
1	9545787.		9474096.	71,691.				\$ 71,691.
2	13,251.		14,380.	-1,129.				-1,129.
3	8,311.		10,408.	-2,097.				-2,097.
2 3 4 5 6 7 8 9	279,373.		251,539.	27,834.				27,834.
5	624.		0.	624.				624.
6	450,453.		413,995.	36,458.				36,458.
7	396,590.		391,872.	4,718.				4,718.
8	82,070.		89,608.	-7,538.				-7,538.
9	648,466.		657,913.	-9,447.				-9,447.
10	19,606.		15,015.	4,591.				4,591.
11	165,585.		158,643.	6,942.				6,942.
12	19,887.		17,198.	2,689.				2,689.
13	162,573.		110,639.	51,934.				51,934.
14	108,497.		73,461.	35,036.				35,036.
15	327,475.		205,849.	121,626.				121,626.
16	158,098.		43,283.	114,815.				114,815.
17	80.		0.	80.				80.
							Total	\$ 458,827.

Statement 6 Form 990-PF, Part VII-A, Line 10 Substantial Contributors During the Tax Year

Name of Substantial Contributor

Address of Substantial Contributor

Maurine T. Cox

PO Box 2217 Midland, TX 79702

2011	Federal-Sta	tements		Page 3
Client 1000	John and Maurine C	ox Foundation	on	75-2536459
-5/08/12				11.11AM
Statement 7 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				
Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
American Cancer Society 2304 W. Wadley Midland, TX 79705		Public	Unrestricted	\$ 30,000.
Arthritis Foundation 4300 MacArthur Suite 245 Dallas, TX 75209		Public	Unrestricted	5,000.
Barbados Bull Riding PO Box 41 Rankin, TX 79778		Public	Unrestricted	1,000.
Costal Cancervation Ass'n 6919 Portwest Drive suite 100		Public	Unrestricted	10,000.
Houston, TX 77024				
Crane Junior Livestock Association P.O. Box 643 Crane, TX 79731		Public	Unrestricted	500.
Gifts of Hope P.O. Box 3790 Midland, TX 79702		Public	Unrestricted	500.
Aphasia Center of West Texas 5214 Thomason Drive Midland, TX 79703		Public	Unrestricted	20,000.
Bassin' Bunch P.O. Box 10400 Midland, TX 79702		Public	Unrestricted	1,000.
The Brookwood Community 1752 FM 1489 Brookshire, TX 77423		Public	Unrestricted	20,000.
G W Warden Scholarship Fund	1	Public	Unrestricted	2,500.
Midland Children's Rehabilitation Center 802 Ventura Midland, TX 79705		Public	Unrestricted	40,000.
Gladney Center for Adoption 6300 John Ryan Drive Fort Worth, TX 76132	ı	Public	Unrestricted	50,000.
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Client 1000	John and Maurine C	75-2536459		
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Statement 7 (continued) Form 990-PF, Part XV, Line 3a Recipient-Paid-During-the-Year		-		-
Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of Grant	Amount
Centers for Children And Familes 1004 N. Big Spring St., Suite 325 Midland, TX 79701		Public	Unrestricted	\$ 10,000.
National Kidney Foundation P.O. Box 11062 Midland, TX 79702		Public	Unrestricted	10,000.
Rusk PTA Veterans Program 2601 Wedgewood Midland, TX 79707		Public	Unrestricted	1,000.
March of Dimes Foundation #10 Desta Dr., Ste LL130 Midland, TX 79705		Public	Unrestricted	20,000.
National Drug & Safety League P.O. Box 760244 San Antonio, TX 78245		Public	Unrestricted	1,152.
South Union Baptist Church PO Box 2366 Odessa, TX 79760		Public	Unrestricted	1,000.
The Petroleum Museum 1500 Interstate 20 West Midland, TX 79701		Public	Unrestricted	10,000.
Rice University Owls Club P.O. Box 1892 Houston, TX 77251		Public	Unrestricted	50,000.
United Way of Midland 1209 W Wall Street Midland, TX 79701		Public	Unrestricted	50,000.
Show of Support		Public	Unrestricted	1,500.
Midland Festival Ballet P.O. Box 52034 Midland, TX 79710		Public	Unrestricted	7,500.
Southwestern University PO Box 770 Georgetown, TX 78627		Public	Unrestricted	25,000.

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Client 1000	John and Maurine C	75-2536459		
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Statement 7 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				
Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of <u>Grant</u>	Amount
Museum of the Southwest 1705 W. Missouri Midland, TX 79701		Public	Unrestricted	\$ 10,000.
Westside Lions Club PO Box 60014 Midland, TX 79711		Public	Unrestricted	700.
WNB Charity Golf Classic 408-A West Wall Midland, TX 79701		Public	Unrestricted	160,000.
High Sky Children's Ranch 8701 West County Road 60 Midland, TX 79707		Public	Unrestricted	20,000.
Hospice Midland 911 West Texas Midland, TX 79701		Public	Unrestricted	5,000.
Midland SPCA PO Box 4371 Midland, TX 79704		Public	Unrestricted	5,000.
Permain Basin Charity Golf Classic 408 West Wall Midland, TX 79701		Public	Unrestricted	15,000.
Scottish Rite Hospital 2222 Welborn Street Dallas, TX 75219		Public	Unrestricted	30,000.
Texas Christian University TCU Box 297440 Fort Worth, TX 76129		Public	Unrestricted	50,000.
Texas State History Museum PO Box 12456 Austin, TX 78711		Public	Unrestricted	15,000.
The Life Center 2101 W. Wall Street Midland, TX 79701		Public	Unrestricted	10,000.
			Т	otal \$ 688,352.

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